Sumitomo Corporation

Rule 12g3-2(b) File No. 82-34680

December 20, 2007

07028822

**By Federal Express** 

U.S. Securities and Exchange Commission

Office of International Corporate Finance 100 F Street, N.E. Washington, D.C. 20549 U.S.A.

SUPPL

Re: File No. 82-34680/Sumitomo Corporation Submission of Information Required Under Rule 12g3-2(b) of the Securities Exchange Act of 1934, as amended.

On behalf of Sumitomo Corporation (the "<u>Company</u>"), I am furnishing herewith the following information pursuant to Rule 12g3-2(b)(1)(iii) (the "<u>Rule</u>") under the Securities Exchange Act of 1934, as amended (the "<u>Exchange Act</u>").

Enclosed herewith please find the following document:

1. Press Release dated December 20, 2007 [English translation].

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This letter, together with the enclosure[s], shall not be deemed to be "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, nor shall the submission of this letter and the enclosed materials constitute an admission for any purpose that the Company is subject to the Exchange Act.

Kindly acknowledge receipt of this letter and the enclosures by stamping the enclosed copy of this letter and returning it to me via the enclosed pre-paid Federal Express envelope and label.

Very truly yours,

Koichi Takahata

Corporate Officer,

General Manager of the Investor Relations Dept.

**Sumitomo Corporation** 

(Tel:81(3)-5166-3487, Fax: 81(3)-5166-6292).

December 20, 2007

Company Name: Sumitomo Corporation

President and CEO: Kato Susumu

(Stock Ticker No. 8053, Tokyo Stock Exchange 1st Section)

Contact: Iba Mitsuru, General Manager Corporate Communication Department

Phone: +81-3-5166-3089

To whom it may concern:

#### Notice Concerning a Transfer of a Subsidiary's Business by Corporate Divestiture

At a meeting of the Board of Directors of Sumitomo Corporation held today, the Board of Directors resolved to transfer an investment and financing business (hereinafter, "the Business") from its wholly owned subsidiary, Petro Summit Investment Corporation (Japan) (hereinafter, "Petro Summit Investment") to Sumitomo Corporation by a corporate divestiture, effective from March 1, 2008 (hereinafter, "the Corporate Divestiture"). The details are set out below. Since the Corporate Divestiture is a simplified divestiture of a consolidated subsidiary's business to a successor entity that is its parent, the disclosures below are limited.

#### 1. Objective of the Corporate Divestiture

Under the Corporate Divestiture, the Business will be transferred from Petro Summit Investment to Sumitomo Corporation. With Sumitomo Corporation focused on investing in oil development in the territories of the United Kingdom, the United States and Norway, and Petro Summit Investment concentrating its expertise on developing technology for oil development and performance monitoring services, management believes that the Corporate Divestiture will improve business efficiency and achieve more flexible business operations at both companies.

# 2. Outline of Corporate Divestiture

(1) Schedule of Corporate Divestiture

Resolution passed by Board of Directors

Conclusion of Corporate Divestiture Agreement

December 20, 2007

December 26, 2007 (proposed)

Effective Date of Corporate Divestiture

March 1, 2008

(proposed)

<sup>\*</sup> The Corporate Divestiture will be carried out pursuant to the provisions of Article 796, Paragraph 3 of the Company Law of Japan (simplified divestiture of a business to a

Sumitomo Corporation's shareholders passed at an Ordinary General Meeting. Furthermore, the Corporate Divestiture will be carried out pursuant to the provisions of Article 784, Paragraph 1 of the Company Law of Japan (summary divestiture of a business to the successor entity), and therefore will not need to be approved by a resolution of Petro Summit Investment's shareholders passed at an Ordinary General Meeting.

### (2) Procedure for Corporate Divestiture

Under the scheme, Petro Summit Investment, the divesting entity, shall spin off and transfer the Business to Sumitomo Corporation, the successor entity.

### (3) Changes in Paid-up Capital

There will be no change in Sumitomo Corporation's paid-up capital as a result of the Corporate Divestiture.

(4) Treatment of New Share Reservation Rights and Bonds with New Share Reservation Rights

Petro Summit Investment has not issued any new share reservation rights nor has it issued any bonds with new share reservation rights.

(5) Rights and Obligations to Be Acquired or Assumed by Successor Entity Sumitomo Corporation shall acquire or assume all assets, liabilities, licenses and contractual rights and obligations related to the Business. Sumitomo Corporation's assumption of the debt related to the Business shall be done without recourse to Petro Summit Investment.

# (6) Fulfillment of Obligations

Sumitomo Corporation and Petro Summit Investment will be able to perform or fulfill all obligations of the Business after the effective date of the Corporate Divestiture.

# 3. Summary of Parties Concerned

(As of March 31, 2007)

| (1) | Name of       | Sumitomo Corporation           | Petro Summit Investment  |
|-----|---------------|--------------------------------|--------------------------|
|     | Corporation   | (Successor Entity)             | Corporation (Japan)      |
|     |               |                                | (Divesting Entity)       |
| (2) | Business      | Integrated trading company     | Development of oil and   |
|     |               |                                | natural gas              |
| (3) | Date of       | December 24, 1919              | June 24, 1982            |
|     | Establishment |                                |                          |
| (4) | Headquarters  | 1-8-11, Harumi, Chuo-ku, Tokyo | 1-8-12, Harumi, Chuo-ku, |

|      |                          |  | Tokyo                       |
|------|--------------------------|--|-----------------------------|
| (5)  | Title and Name           | President and CEO                                | President and CEO           |
|      | of                       | Motoyuki Oka                                     | Tomita Kazufumi             |
|      | Representative           |  |                             |
| (6)  | Paid-up Capital          | 219,279 million yen                              | 490 million yen             |
| (7)  | Number of                | 1,250,602,867 shares                             | 245,000 shares              |
|      | Shares of                |  |                             |
|      | Common Stock             |  |                             |
|      | in issue                 |  |                             |
| (8)  | Net Assets               | 1,473,128 million yen                            | 310 million yen             |
| (9)  | Total Assets             | 8,430,477 million yen                            | 60,513 million yen          |
| (10) | Business Term            | March 31   | March 31                    |
| (11) | Major                    | The Master Trust Bank of Japan,                  | Sumitomo Corporation 100%   |
|      | Shareholders &           | Ltd. (Trust Account) 8.68%                       |                             |
|      | Percentage of            |  |                             |
|      | Shares of                | Japan Trustee Services Bank, Ltd.                |                             |
|      | Common Stock             | (Trust Account) 7.45%                            |                             |
|      | held by them             |  |                             |
|      |                          | Japan Trustee Services Bank, Ltd.                |                             |
|      |                          | (Trust Account 4) 3.22%                          |                             |
| :    |                          |  |                             |
|      |                          | Mitsui Sumitomo Insurance Co.,                   |                             |
|      |                          | Ltd. 2.66%                                       |                             |
|      |                          |  |                             |
|      |                          | Sumitomo Life Insurance Company                  |                             |
|      |                          | 2.47%  |                             |
|      |                          | State Street Bank and Trust                      |                             |
|      |                          | Company 505103 1.64%                             |                             |
|      |                          | Company 303103 1.0470                            |                             |
|      |                          | The Dai-ichi Mutual Life Insurance               |                             |
|      |                          | Company 1.43%                                    |                             |
|      |                          | 1.4370   |                             |
|      |                          | Nippon Life Insurance Company                    |                             |
|      |                          | 1.32%  |                             |
|      |                          | 1.5270   |                             |
|      |                          | State Street Bank and Trust                      |                             |
|      |                          | Company  |                             |
|      |                          | 1.29%  |                             |
|      |                          |  |                             |
|      |                          | Nomura Securities Co., Ltd.                      |                             |
|      |                          | 1.26%  |                             |
| Note | · The paid-up capital in | et assets and total assets in the above table ar | e consolidated figures. The |

Note: The paid-up capital, net assets and total assets in the above table are consolidated figures. The

shown in Sumitomo Corporation's consolidated balance sheet (U.S. GAAP basis).

### 4. Summary of the Business

- (1) The Business is an investment and financing business conducted through a subsidiary that holds oil field interests in the territories of the United Kingdom, the United States and Norway.
- (2) Results of the Business (FY2006) Revenues: 22,024 million yen
- (3) Assets and Liabilities to Acquired or Assumed (As of September 30, 2007)
  Assets:

Stocks of related companies 24,731 million yen

Liabilities:

Loan payable 19,359 million yen
Loss provision of related companies business 2,844 million yen

5. Status of Listed Company after the Corporate Divestiture

| <b>(1)</b> | Name of Corporation              | Unchanged |
|------------|----------------------------------|-----------|
| (2)        | Business                         | Unchanged |
| (3)        | Headquarters                     | Unchanged |
| (4)        | Title and Name of Representative | Unchanged |
| (5)        | Paid-up Capital                  | Unchanged |
| (6)        | Business Term                    | Unchanged |

(7) Effect on Business Results

This Corporate Divestiture will not have any impact on the consolidated business results of Sumitomo Corporation.

End

